

**EXHIBIT A**

**ORRICK, HERRINGTON & SUTCLIFFE LLP**

**INVOICES FOR THE TIME PERIOD**

**OCTOBER 1-31, 2010**



ORRICK, HERRINGTON & SUTCLIFF LLP  
 100 WEST 33RD STREET, NY  
 NEW YORK, NY 10001  
 TEL: (212) 974-1642  
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 WWW.ORRICK.COM

David Austern, Futures Claims Representative for  
 W.R. Grace & Co.  
 c/o Claims Resolution Management Corp.  
 3110 Fairview Park Drive, Suite 200  
 Falls Church, VA 22042

November 15, 2010  
 Client No. 17367  
 Invoice No. 1279872

Orrick Contact: Roger Frankel

FOR SERVICES RENDERED through October 31, 2010 in connection  
 with the matters described on the attached pages:

\$ 81,448.50

DISBURSEMENTS as per attached pages:

553.35

**TOTAL CURRENT FEES & DISBURSEMENTS (Pay this Amount):**

\$ **82,001.85**

Matter(s): 17367/11, 12, 13, 15, 7, 8

### DUE UPON RECEIPT

The following is for information only:  
 Previous Balance not included in this invoice:  
 \$369,734.58  
 If this amount has already been paid, please disregard.

In order to ensure proper credit to your account,  
 please reference your **INVOICE** and **CLIENT** numbers on your remittance.  
 For inquiries, call: (304) 231-2701. Fax (304) 231-2501.

### REMITTANCE COPY - PLEASE RETURN WITH PAYMENT

**REMITTANCE ADDRESS:**  
 Orrick, Herrington & Sutcliffe LLP  
 4253 Collections Center Drive  
 Chicago, IL 60693  
 Reference: 17367/ Invoice: 1279872  
 E.I.N. 94-2952627  
 Overnight deliveries: (312) 974-1642

**ELECTRONIC FUNDS  
 TRANSFERS:**  
**Wire Transfers Only:**  
**ABA Number 0260-0959-3**  
 Bank of America  
 100 West 33rd Street, NY, NY 10001  
 Account of  
 Orrick, Herrington & Sutcliffe LLP  
 Account Number: 1499410382  
 Reference: 17367/ Invoice: 1279872  
 E.I.N. 94-2952627

**ELECTRONIC FUNDS  
 TRANSFERS:**  
**ACH Transfers Only:**  
**ABA Number 121-000358**  
 Bank of America  
 San Francisco Main Branch  
 Account of  
 Orrick, Herrington & Sutcliffe LLP  
 Account Number: 1499410382  
 Reference: 17367/ Invoice: 1279872  
 E.I.N. 94-2952627



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3110 Fairview Park Drive, Suite 200  
Falls Church, VA 22042

November 15, 2010  
Client No. 17367  
Invoice No. 1279872

Orrick Contact: Roger Frankel

For Legal Services Rendered Through October 31, 2010 in Connection With:

**Matter: 7 - Insurance Matters**

10/01/10	P. Mahaley	Draft insurance settlement agreements and related motion papers.	3.50
10/04/10	P. Mahaley	Analyze proposed changes to insurance settlement agreements.	1.50
10/06/10	P. Mahaley	Revise draft motion papers for insurance settlements.	1.50
10/12/10	P. Mahaley	Communicate with counsel for plan proponents re insurance settlement negotiations (1.5); revise draft insurance settlement documents (3.6).	5.10
10/14/10	P. Mahaley	Confer with R. Wyron re proposed changes to insurance settlement agreement (2.5); confer with counsel for Grace re proposed changes to insurance settlement agreement (1.1); draft insurance settlement agreement (2.5).	6.10
10/15/10	P. Mahaley	Draft revised insurance settlement agreement.	0.40
10/18/10	P. Mahaley	Prepare for and participate in meeting with insurer counsel re proposed changes to insurance settlement agreement (2.5); revise insurance settlement agreement (1.1).	3.60
10/19/10	P. Mahaley	Draft insurance settlement agreement.	1.80
10/20/10	P. Mahaley	Draft insurance settlement agreement and related motion papers.	2.40
10/21/10	R. Wyron	Review status and follow-up (.2); respond to e-mail re open coverage (.1).	0.30
10/22/10	P. Mahaley	Evaluate insurance settlement proposal.	0.20
10/25/10	P. Mahaley	Communicate with D. Austern re approval for proposed settlement with insurer.	0.50
10/27/10	D. Felder	Review draft insurance settlement agreement.	0.50
10/27/10	P. Mahaley	Review and revise draft insurance settlement agreement (2.8); telephone conference with counsel for insurer re settlement terms (1.0); review and revise brief objecting to determination of administrator of insolvent insurance company (.5).	4.30
10/28/10	P. Mahaley	Analyze proposed changes to insurance settlement agreement.	1.20
10/29/10	D. Felder	Review draft insurance settlement agreement.	1.20



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Total For Services \$22,216.50

<u>Timekeeper Summary</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Debra Felder	1.70	645.00	1,096.50
Peri N. Mahaley	32.10	650.00	20,865.00
Richard H. Wyron	0.30	850.00	255.00
Total All Timekeepers	34.10	\$651.51	\$22,216.50

Disbursements  
 Telephone

1.44  
 Total Disbursements \$1.44

Total For This Matter \$22,217.94



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**Matter: 8 - Litigation**

10/01/10	D. Felder	E-mail correspondence with J. Baer regarding Synthetech acquisition and follow-up regarding same.	0.50
10/01/10	R. Wyron	Continue work on insurance settlement issues (.4); review and revise approval motion (.8); review e-mails re acquisition issue and follow-up (.6); confer with P. Mahaley on insurance issues and follow-up (.3).	2.10
10/01/10	R. Frankel	Series of e-mails, conversations with R. Wyron, D. Felder re proposed acquisition (.6); prepare notes re same (.3).	0.90
10/04/10	D. Fullem	Review e-mail from R. Frankel regarding Montana case; e-mail same to R. Frankel and R. Wyron.	0.30
10/04/10	D. Fullem	E-mail to J. Radecki regarding 2010 omnibus hearing dates.	0.20
10/04/10	D. Felder	E-mail correspondence with R. Frankel, R. Wyron and J. Baer regarding revised proposed order regarding Synthetech (.2); review revised proposed order regarding same (.2).	0.40
10/04/10	R. Wyron	Call with insurer counsel and follow-up (.3); revise insurance settlement motion and order and follow-up (.8); review changes to settlement agreement from L. Esayan and follow-up (.3); confer several times with R. Frankel re strategy (.6).	2.00
10/04/10	R. Frankel	Review issues with R. Wyron re status of insurance settlement; consider issues re motion to approve.	0.60
10/04/10	R. Frankel	Review draft order and series of e-mails re Synthetech approval order.	0.80
10/04/10	R. Frankel	Confer with R. Wyron re insurance settlement issues, next steps.	0.60
10/05/10	D. Fullem	Review e-mail from R. Wyron and R. Frankel regarding D. Cohn change of firms and review docket re same.	0.50
10/05/10	D. Fullem	Prepare updates to Grace service list.	0.50
10/05/10	R. Wyron	Continue work on motion and order for insurance settlement (1.3); continue review of draft settlement (.4); review Libby information and update outline (.5).	2.20
10/05/10	R. Frankel	Review draft motion to approve settlement agreement; consider hearing issues (.40)	1.10
10/06/10	D. Felder	E-mail correspondence with J. O'Neill regarding preliminary agenda (.1); review revised insurance settlement motion and provide comments (.7).	0.80



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10/06/10	R. Wyron	Review further changes to insurance agreement and respond to e-mails re same (.3); revise draft agreement and finalize draft (1.4).	1.70
10/09/10	R. Frankel	Review preliminary agenda for October 18 hearing.	0.30
10/11/10	D. Felder	E-mail correspondence with J. Baer regarding Synthetech and follow-up with R. Frankel and R. Wyron regarding same.	0.10
10/11/10	R. Wyron	Review status of pending settlement with P. Mahaley and follow-up (.4); revise approval motion and order (.7); review hearing agenda (.2).	1.30
10/11/10	R. Frankel	Review with R. Wyron issues re insurance settlement, confirmation (.4); consider confirmation issues, submitted order (.8).	1.20
10/12/10	R. Wyron	Call with insurer counsel re settlement (.3); review and respond to e-mails re insurance settlement (.6) review revised draft and organize comments (1.2); call with T. Freedman (.2); revise draft approval motion and review comments (.4).	2.70
10/12/10	R. Frankel	Series of e-mails regarding insurance settlement, Synthetech acquisition, Omnibus hearing (.5); telephone conferences with R. Wyron regarding insurance settlement (.3); telephone conference with T. Freedman regarding status (.2).	1.00
10/13/10	D. Felder	Review briefs regarding Third Circuit argument regarding GIT/Narco issues relevant to confirmation of Grace plan (3.0); attend Third Circuit argument (1.0); review notes and e-mail correspondence with R. Frankel and R. Wyron regarding same (.2).	4.20
10/13/10	R. Frankel	Review revised insurance settlement agreement from insurer's counsel; telephone conference re same.	1.30
10/14/10	R. Wyron	Confer with P. Mahaley re insurance settlement agreement comments and follow-up (1.2); revise draft agreement (1.9); review changes to draft from P. Mahaley (.8); review amended agenda (.2).	4.10
10/14/10	R. Frankel	Review with R. Wyron issues re insurance settlement agreement.	0.60
10/14/10	R. Frankel	Review issues regarding insurance settlement agreement.	0.70
10/15/10	R. Wyron	Review Synthetech issues from hearing and follow-up (.2); prepare for insurance settlement negotiation (.4); call with counsel for insurer and follow-up (.3); review and revise draft agreement (.9).	1.80
10/16/10	R. Frankel	Review discovery propounded by Neutocrete, NSI and FTF.	0.70
10/18/10	D. Fullem	Review agenda and matters on for hearing.	0.20



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10/18/10	R. Wyron	Participate in omnibus hearing re Synthetech acquisition issue (.3); meet with insurer counsel re settlement issues (2.4); review and revise draft agreement and follow-up (.8).	3.50
10/18/10	R. Frankel	Attend telephonic hearing and follow-up.	0.80
10/19/10	R. Wyron	Continue review of draft settlement agreement and approval motion, and follow-up (.9); review proposed order and comments re same (.3).	1.20
10/19/10	R. Frankel	Review revised insurance settlement agreement, related draft motion.	1.40
10/20/10	R. Frankel	Review plan re conditions to confirmation, conditions to effective date (.5); notes re same (.1).	0.60
10/20/10	R. Frankel	Review revised language in insurance settlement agreement; revise settlement chart.	0.80
10/21/10	D. Fullem	Review e-mail from R. Frankel regarding latest 8-K filing and follow-up re same.	0.40
10/21/10	R. Frankel	Review 8-K issued by WR Grace.	0.70
10/25/10	D. Fullem	Review recent notice of omnibus hearings set for 2011 and calendar same.	0.40
10/25/10	R. Frankel	Review series of e-mails re insurance, consider settlement (.5); telephone conference with D. Austern re status (.2).	0.70
10/26/10	R. Wyron	Review e-mail from P. Mahaley and respond re new insurance settlement demand (.2); call with insurer counsel and organize notes re same (.6).	0.80
10/27/10	D. Fullem	Review e-mail from D. Felder regarding updating of service list for filings.	0.10
10/27/10	D. Felder	Review memorandum from J. Radecki regarding third quarter financials.	0.20
10/27/10	R. Wyron	Call with D. Austern re financial updates (.2); e-mail re financial update (.3); review data from J. Solganik (.2).	0.70
10/27/10	R. Wyron	Call with insurer counsel re settlement agreement and follow-up (.9); confer with P. Mahaley and R. Frankel separately re status and strategy (.3); review comments to draft settlement agreement (.3).	1.50
10/27/10	R. Frankel	Review memo from Lincoln regarding Grace financial report. China acquisition.	0.60
10/27/10	R. Frankel	Confer with R. Wyron regarding insurance settlement, confirmation related issues.	0.60
10/28/10	D. Fullem	Review e-mail from R. Wyron regarding Texas Supreme Court opinion in Crown Cork case.	0.20
10/28/10	R. Wyron	Review further revised settlement agreement (1.2); confer with P. Mahaley on issues (.4); mark-up draft agreement (.7).	2.30
10/28/10	R. Frankel	Review detailed spreadsheet from P. Mahaley regarding status of insurance settlements (.6); notes regarding same (.1).	0.70



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10/28/10	R. Frankel	Review complaint for PI filed by various trusts regarding subpoenas, etc.	0.50
10/29/10	D. Fullem	Review e-mail from H. Quinn regarding updates to service list.	0.10
10/29/10	D. Felder	Review Debtors' notice of claim settlement and e-mail correspondence with J. Baer regarding same.	0.30
10/29/10	R. Wyron	Review draft insurance settlement agreement (1.3); follow-up with L. Esayan re comments (.4); calls with P. Mahaley and R. Frankel separately re issues, and follow-up (.3); revise comments on Restructuring Agreement (.6).	2.60
10/29/10	R. Frankel	Review revised insurance settlement agreement, exhibits, orders.	1.40
10/29/10	R. Frankel	Confer with R. Wyron re process for approval of insurance settlement, hearing re same.	0.60

Total Hours 59.10

Total For Services \$49,798.00

<u>Timekeeper Summary</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Debra Felder	6.50	645.00	4,192.50
Roger Frankel	19.20	985.00	18,912.00
Debra O. Fullem	2.90	265.00	768.50
Richard H. Wyron	30.50	850.00	25,925.00
Total All Timekeepers	59.10	\$842.61	\$49,798.00

Disbursements

Document Reproduction	0.20
Express Delivery	21.31
Local Taxi Expense	33.00
Other Business Meals	11.25
Outside Services	213.00
Telephone	9.15
Travel Expense, Local	264.00
Total Disbursements	\$551.91

Total For This Matter

\$50,349.91





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For Legal Services Rendered Through October 31, 2010 in Connection With:

**Matter: 11 - Compensation of Professionals - Other**

10/01/10	D. Fullem	Review and respond to e-mail from fee auditor regarding Towers' July and August fee application.	0.40
10/04/10	D. Fullem	Coordinate finalizing, filing, serving of Lincoln's July fee application.	0.50
10/04/10	D. Fullem	Confer with D. Felder regarding status of Lincoln fees.	0.20
10/05/10	D. Fullem	Review and revise Towers quarterly fee app for Apr-Jun 2010 time period; e-mail to C. Boeger at Towers regarding same.	0.40
10/05/10	D. Fullem	Finalize Towers and Lincoln quarterly fee applications for the time period April-June 2010.	1.00
10/11/10	R. Wyron	Follow-up on inquiry from Grace re PGS and calls re same.	0.30
10/21/10	D. Fullem	Prepare CNOs for Towers Watson July and August fee applications; coordinate filing/serving of same.	0.50
10/21/10	D. Felder	Review CNO for Towers Watson.	0.10
10/25/10	R. Wyron	Follow-up with J. Phillips and e-mails re same.	0.20
10/26/10	D. Fullem	Prepare CNO for Lincoln's July fee application; arrange for review/signature; coordinate filing and serving of same.	0.50
10/26/10	R. Wyron	Review e-mail and call with J. Phillips.	0.30
10/28/10	D. Fullem	Review and respond to e-mail from C. Burke at Lincoln regarding August and September fee applications; e-mail update to D. Felder regarding status of same.	0.30
10/29/10	D. Fullem	Prepare notices and final versions of Lincoln August and September fee applications for filing; coordinate filing and serving of same.	1.00

Total Hours 5.70

Total For Services \$2,016.50

<u>Timekeeper Summary</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Debra Felder	0.10	645.00	64.50
Debra O. Fullem	4.80	265.00	1,272.00
Richard H. Wyron	0.80	850.00	680.00
Total All Timekeepers	5.70	\$353.77	\$2,016.50

**Total For This Matter**

**\$2,016.50**



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**Matter: 12 - Retention of Professionals - Orrick**

10/05/10	D. Fullem	E-mail to R. Wyron regarding disclosure issues.	0.30
10/28/10	D. Fullem	Review e-mail from R. Wyron regarding disclosure.	0.10
10/29/10	D. Fullem	Review original disclosure by R. Frankel; e-mail to R. Wyron regarding same.	0.20

Total Hours	0.60	
Total For Services		\$159.00

<u>Timekeeper Summary</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Debra O. Fullem	0.60	265.00	159.00
Total All Timekeepers	0.60	\$265.00	\$159.00

<b>Total For This Matter</b>	<b>\$159.00</b>
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For Legal Services Rendered Through October 31, 2010 in Connection With:

**Matter: 13 - Compensation of Professionals - Orrick**

10/01/10	D. Fullem	Prepare draft of Orrick's quarterly fee application for Apr-Jun 2010 time period.	1.50
10/04/10	D. Felder	Review September prebill.	0.60
10/05/10	D. Fullem	Finalize draft of Orrick's quarterly fee application for the time period April-June 2010.	1.00
10/06/10	D. Fullem	Review comments from D. Felder to Orrick's quarterly fee application for Apr-Jun 2010.	0.20
10/06/10	D. Fullem	Review e-mail from R. Wyron regarding Orrick's quarterly for Apr-Jun 2010 time period.	0.10
10/06/10	D. Felder	Review April-June quarterly fee application and conference with D. Fullem regarding same.	0.50
10/06/10	R. Wyron	Review draft quarterly fee application and provide comments.	0.40
10/07/10	D. Fullem	Review account status as to billings and payments.	0.20
10/12/10	R. Wyron	Review quarterly fee application.	0.20
10/19/10	D. Fullem	Review docket updates for information on fee orders and status of hearings.	0.20
10/21/10	D. Felder	Review expense analysis and spreadsheets regarding same (1.5); conferences with D. Fullem regarding same (.4).	1.90
10/21/10	R. Wyron	Review expenses and follow-up on analysis (.6); draft correspondence re same (.3).	0.90
10/22/10	D. Fullem	Review and revise draft of September fee application; e-mail to D. Felder and R. Wyron regarding same.	0.50
10/22/10	D. Felder	Review revised expense analysis.	0.10
10/22/10	D. Felder	Review September fee application.	0.30
10/25/10	D. Fullem	Review e-mail from D. Felder regarding deadline to object to Lincoln's July fee application.	0.20
10/25/10	D. Fullem	Review e-mail from R. Wyron regarding edits to Orrick September monthly fee application.	0.10
10/25/10	D. Felder	Review spreadsheet and cover memorandum regarding certain charges and provide comments to R. Wyron regarding same.	0.20
10/25/10	R. Wyron	Review revised quarterly fee application (.3); review September monthly fee application (.2).	0.50
10/26/10	D. Fullem	Prepare updated fee/expense charts.	0.50
10/26/10	D. Fullem	Finalize September fee application; coordinate filing and serving of same.	0.80



O R R I C K

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10/27/10	D. Fullem	Review and respond to e-mail from B. Ruhlander regarding expense detail for April-June 2010.	0.20
10/28/10	D. Fullem	Review e-mail regarding recent payment; e-mail to R. Wyron regarding payment for June and July invoices@ 80% fees/100% expenses; update internal charts regarding same and circulate to group.	0.80
10/28/10	D. Fullem	Coordinate Excel expense spreadsheets from accounting for April-June 2010 time period.	0.30
10/29/10	D. Fullem	E-mail to R. Wyron regarding status of Orrick's quarterly for April-June 2010.	0.20
10/29/10	D. Fullem	Prepare excel spreadsheet of Apr-Jun 2010 expenses; e-mail to B. Ruhlander as per her request.	0.80
10/29/10	R. Wyron	Review quarterly fee application and provide comments.	0.30
		Total Hours	13.50
		Total For Services	\$6,291.00

<u>Timekeeper Summary</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Debra Felder	3.60	645.00	2,322.00
Debra O. Fullem	7.60	265.00	2,014.00
Richard H. Wyron	2.30	850.00	1,955.00
Total All Timekeepers	13.50	\$466.00	\$6,291.00

Total For This Matter

\$6,291.00



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**Matter: 15 - Travel Time (Non-Working)**

10/13/10	D. Felder	Return travel from Philadelphia to DC.	3.00
		Total Hours	3.00
		Total For Services	\$967.50

<u>Timekeeper Summary</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Debra Felder	3.00	\$322.50	\$967.50
Total All Timekeepers	3.00	\$322.50	\$967.50

**Total For This Matter** **\$967.50**

**\*\*\* COMBINED TOTALS \*\*\***

Total Hours	116.00	
Total Fees, all Matters		\$81,448.50
Total Disbursements, all Matters		\$553.35
Total Amount Due		\$82,001.85